

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Ray C. Schrock, P.C.
Sunny Singh

*Proposed Attorneys for Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re : **Chapter 11**
:
FAIRWAY GROUP HOLDINGS CORP., :
:
: **Case No. 20-[] ()**
Debtor. :
:
Fed. Tax Id. No. 20-5942788 :
-----X

In re : **Chapter 11**
:
FAIRWAY GROUP ACQUISITION COMPANY, :
:
: **Case No. 20-[] ()**
Debtor. :
:
Fed. Tax Id. No. 20-5942860 :
-----X

In re : **Chapter 11**
:
FAIRWAY BAKERY LLC, :
:
: **Case No. 20-[] ()**
Debtor. :
:
Fed. Tax Id. No. 27-3934129 :
-----X

In re : **Chapter 11**
:
FAIRWAY BROADWAY LLC, :
:
: **Case No. 20-[] ()**
Debtor. :
:
Fed. Tax Id. No. 20-5948591 :
-----X

-----X
In re : **Chapter 11**
:
FAIRWAY CHELSEA LLC, :
:
: **Case No. 20-[_____] ()**
:
Debtor. :
:
:
Fed. Tax Id. No. 80-0890288 :
-----X

In re : **Chapter 11**
:
FAIRWAY CONSTRUCTION GROUP, LLC, :
:
: **Case No. 20-[_____] ()**
:
Debtor. :
:
:
Fed. Tax Id. No. 26-0342741 :
-----X

In re : **Chapter 11**
:
FAIRWAY DOUGLASTON LLC, :
:
: **Case No. 20-[_____] ()**
:
Debtor. :
:
:
Fed. Tax Id. No. 80-0192650 :
-----X

In re : **Chapter 11**
:
FAIRWAY EAST 86TH STREET LLC, :
:
: **Case No. 20-[_____] ()**
:
Debtor. :
:
:
Fed. Tax Id. No. 27-3933822 :
-----X

In re : **Chapter 11**
:
FAIRWAY ECOMMERCE LLC, :
:
: **Case No. 20-[_____] ()**
:
Debtor. :
:
:
Fed. Tax Id. No. 27-4563081 :
-----X

-----X
In re : **Chapter 11**
:
FAIRWAY GEORGETOWNE LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 36-4809609 :
-----X

In re : **Chapter 11**
:
FAIRWAY GREENWICH STREET LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 90-1036422 :
-----X

In re : **Chapter 11**
:
FAIRWAY GROUP CENTRAL SERVICES LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 20-5957843 :
-----X

In re : **Chapter 11**
:
FAIRWAY GROUP PLAINVIEW LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 20-5948643 :
-----X

In re : **Chapter 11**
:
FAIRWAY HUDSON YARDS LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 61-1719331 :
-----X

-----X
In re : **Chapter 11**
:
FAIRWAY KIPS BAY LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 32-0360791 :
-----X

In re : **Chapter 11**
:
FN STORE LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 80-0839240 :
-----X

In re : **Chapter 11**
:
FAIRWAY PARAMUS LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 26-2703338 :
-----X

In re : **Chapter 11**
:
FAIRWAY PELHAM LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 26-2173119 :
-----X

In re : **Chapter 11**
:
FAIRWAY PELHAM WINES & SPIRITS LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 27-2153141 :
-----X

-----X
In re : **Chapter 11**
:
FAIRWAY RED HOOK LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 20-5948813 :
-----X

In re : **Chapter 11**
:
FAIRWAY STAMFORD LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 80-0300738 :
-----X

In re : **Chapter 11**
:
FAIRWAY STAMFORD WINES & SPIRITS LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 27-2153021 :
-----X

In re : **Chapter 11**
:
FAIRWAY STATEN ISLAND LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 36-4801732 :
-----X

In re : **Chapter 11**
:
FAIRWAY UPTOWN LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 20-5948719 :
-----X

-----X	
In re	: Chapter 11
	:
FAIRWAY WESTBURY LLC,	:
	: Case No. 20-[_____] (____)
Debtor.	:
	:
Fed. Tax Id. No. 61-1676240	:
-----X	
In re	: Chapter 11
	:
FAIRWAY WOODLAND PARK LLC,	:
	: Case No. 20-[_____] (____)
Debtor.	:
	:
Fed. Tax Id. No. 35-2429544	:
-----X	

**MOTION OF DEBTORS FOR ENTRY OF AN ORDER
DIRECTING JOINT ADMINISTRATION OF RELATED CHAPTER 11 CASES**

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

Fairway Group Holdings Corp. and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”) respectfully represent as follows in support of this motion (the “**Motion**”):

Background

1. On the date hereof (the “**Commencement Date**”), the Debtors each commenced a voluntary case under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the Southern District of New York (the “**Court**”). The Debtors are authorized to continue to operate their business and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee, examiner, or statutory committee of creditors has been appointed in these chapter 11 cases.

2. The Debtors commenced these chapter 11 cases with the support of an ad hoc group of Prepetition Lenders (the “**Ad Hoc Group**”) holding over 91% of all outstanding obligations of the Debtors under the Prepetition Credit Agreement (and in excess of 66.67% of each tranche of debt thereunder). On January 22, 2020, the Debtors executed a restructuring support agreement (the “**RSA**”) with members of the Ad Hoc Group, pursuant to which the members of the Ad Hoc Group agreed to support a chapter 11 plan. The Ad Hoc Group also supports the Debtors’ marketing and sale process for all or substantially all of their assets, and has committed to provide the Debtors with up to \$25 million of debtor-in-possession financing to finance these chapter 11 cases and the sale process.

3. Information regarding the Debtors’ business, capital structure, and the circumstances leading to the commencement of these chapter 11 cases is set forth in the declarations of Michael Nowlan and Abel Porter pursuant to Rule 1007-2 of the Local Bankruptcy Rules for the Southern District of New York, each sworn to on the date hereof (together, the “**First Day Declarations**”),¹ which have been filed with the Court contemporaneously herewith and are incorporated by reference herein.

Jurisdiction

4. The Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.). This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409.

¹ Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in the First Day Declarations.

Relief Requested

5. By this Motion, pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), the Debtors request entry of an order directing joint administration of these chapter 11 cases.

6. In addition, the Debtors respectfully request that the Court maintain one file and one docket for all of the jointly administered cases under the case number assigned to Fairway Group Holdings Corp., and that these chapter 11 cases be jointly administered under the following consolidated caption:

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	: Chapter 11
	:
FAIRWAY GROUP HOLDINGS CORP., et al.,	: Case No. 20-[_____] (____)
	:
Debtors.	: (Jointly Administered)
-----X	

7. The Debtors further request the Court’s direction that a notation substantially similar to the following language be entered on the docket maintained by the Clerk of the Court to reflect the joint administration of the Debtors’ chapter 11 cases:

An Order has been entered in accordance with rule 1015(b) of the Bankruptcy Rules directing the procedural consolidation and joint administration of the chapter 11 cases of Fairway Group Holdings Corp. (2788); Fairway Group Acquisition Company (2860); Fairway Bakery LLC (4129); Fairway Broadway LLC (8591); Fairway Chelsea LLC (0288); Fairway Construction Group, LLC (2741); Fairway Douglaston LLC (2650); Fairway East 86th Street LLC (3822); Fairway eCommerce LLC (3081); Fairway Georgetowne LLC (9609); Fairway Greenwich Street LLC (6422); Fairway Group Central Services LLC (7843); Fairway Group Plainview LLC (8643); Fairway Hudson Yards LLC (9331); Fairway Kips Bay LLC (0791); FN Store LLC (9240); Fairway Paramus LLC (3338); Fairway Pelham LLC (3119); Fairway Pelham Wines & Spirits LLC (3141); Fairway Red Hook LLC

(8813); Fairway Stamford LLC (0738); Fairway Stamford Wines & Spirits LLC (3021); Fairway Staten Island LLC (1732); Fairway Uptown LLC (8719); Fairway Westbury LLC (6240); and Fairway Woodland Park LLC (9544). The location of the Debtors' corporate headquarters is 2284 12th Avenue, New York, New York 10027. The docket in Case No. 20-[] () should be consulted for all matters affecting the case.

8. Finally, the Debtors seek authority to file the monthly operating reports by the Operating Guidelines and Reporting Requirements for Debtors in Possession and Trustees, issued by the Executive Office of the U.S. Trustee (revised May 15, 2019) on a consolidated basis.

9. A proposed form of order granting the relief requested herein is annexed hereto as **Exhibit A** (the "**Proposed Order**").

Relief Requested Should Be Granted

10. On the date hereof, the Debtors commenced the above-captioned chapter 11 cases by filing the appropriate petitions with this Court. As set forth in the First Day Declarations, there are 26 Debtors, approximately 5,000 potential creditors, and other parties in interest in these chapter 11 cases. Joint administration will allow for the efficient and convenient administration of the Debtors' interrelated chapter 11 cases, will yield significant cost savings, and will not prejudice the substantive rights of any party in interest.

11. Bankruptcy Rule 1015(b) provides, in relevant part, that if "two or more petitions are pending in the same court by or against . . . a debtor and an affiliate, the court may order a joint administration of the estates." Fed. R. Bankr. P. 1015(b). As set forth in the First Day Declarations, the Debtors in these chapter 11 cases are "affiliates" as that term is defined in section 101(2) of the Bankruptcy Code. Accordingly, this Court is authorized to grant the relief requested herein.

12. As set forth in the First Day Declarations, the Debtors operate as an integrated business with common ownership and control. The Debtors also share a number of

financial and operational systems. As a result, many of the motions, hearings, and orders that will arise in these cases will affect each and every Debtor. Joint administration of these chapter 11 cases therefore will reduce fees and costs by avoiding duplicative filings, objections, notices, and hearings. Joint administration will also allow the United States Trustee and all other parties in interest to monitor these chapter 11 cases with greater ease and efficiency.

13. Moreover, joint administration will not adversely affect the Debtors' respective constituencies because this Motion only requests administrative – and not substantive – consolidation of the Debtors' estates. For example, any creditor may still file a claim against a particular Debtor or its estate (or against multiple Debtors and their respective estates), intercompany claims among the Debtors will not be affected, and the Debtors will maintain separate records of assets and liabilities.

Notice

14. Notice of this Motion has been provided to (i) the Office of the United States Trustee for Region 2, 201 Varick Street, Suite 1006, New York, NY 10014 (Attn: Greg Zipes, Esq. and Paul Schwartzberg, Esq.); (ii) the holders of the forty (40) largest unsecured claims against the Debtors (on a consolidated basis); (iii) counsel to the Ad Hoc Group and proposed DIP Lenders, King & Spalding LLP, 1185 Avenue of the Americas, New York, NY 10036 (Attn: W. Austin Jowers, Esq., Michael Rupe, Esq., and Michael R. Handler, Esq.); (iv) counsel to Ankura Trust Company, LLC, as the Prepetition Agent under the Prepetition Credit Agreement, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, NY 10017 (Attn: Christian Fischer, Esq.); (v) the Internal Revenue Service; (vi) the United States Attorney's Office for the Southern District of New York; and (collectively, the **"Notice Parties"**). The Debtors respectfully submit that no further notice is required.

15. No previous request for the relief sought herein has been made by the Debtors to this or any other Court.

WHEREFORE the Debtors respectfully request entry of a final order granting the relief requested herein and such other and further relief as the Court may deem just and appropriate.

Dated: January 23, 2020
New York, New York

/s/ Sunny Singh
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Ray C. Schrock, P.C.
Sunny Singh

*Proposed Attorneys for Debtors
and Debtors in Possession*

Exhibit A

Proposed Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re : **Chapter 11**
:
FAIRWAY GROUP HOLDINGS CORP., :
:
: **Case No. 20-[_____] (____)**
:
Debtor. :
:
Fed. Tax Id. No. 20-5942788 :
-----X

In re : **Chapter 11**
:
FAIRWAY GROUP ACQUISITION COMPANY, :
:
: **Case No. 20-[_____] (____)**
:
Debtor. :
:
Fed. Tax Id. No. 20-5942860 :
-----X

In re : **Chapter 11**
:
FAIRWAY BAKERY LLC, :
:
: **Case No. 20-[_____] (____)**
:
Debtor. :
:
Fed. Tax Id. No. 27-3934129 :
-----X

In re : **Chapter 11**
:
FAIRWAY BROADWAY LLC, :
:
: **Case No. 20-[_____] (____)**
:
Debtor. :
:
Fed. Tax Id. No. 20-5948591 :
-----X

In re : **Chapter 11**
:
FAIRWAY CHELSEA LLC, :
:
: **Case No. 20-[_____] (____)**
:
Debtor. :
:
Fed. Tax Id. No. 80-0890288 :
-----X

-----X
In re : **Chapter 11**
:
FAIRWAY CONSTRUCTION GROUP, LLC, :
: **Case No. 20-[_____] ()**
Debtor. :
:
Fed. Tax Id. No. 26-0342741 :
-----X

In re : **Chapter 11**
:
FAIRWAY DOUGLASTON LLC, :
: **Case No. 20-[_____] ()**
Debtor. :
:
Fed. Tax Id. No. 80-0192650 :
-----X

In re : **Chapter 11**
:
FAIRWAY EAST 86TH STREET LLC, :
: **Case No. 20-[_____] ()**
Debtor. :
:
Fed. Tax Id. No. 27-3933822 :
-----X

In re : **Chapter 11**
:
FAIRWAY ECOMMERCE LLC, :
: **Case No. 20-[_____] ()**
Debtor. :
:
Fed. Tax Id. No. 27-4563081 :
-----X

In re : **Chapter 11**
:
FAIRWAY GEORGETOWNE LLC, :
: **Case No. 20-[_____] ()**
Debtor. :
:
Fed. Tax Id. No. 36-4809609 :
-----X

-----X
In re : **Chapter 11**
:
FAIRWAY GREENWICH STREET LLC, :
: **Case No. 20-[_____] ()**
Debtor. :
:
Fed. Tax Id. No. 90-1036422 :
-----X

In re : **Chapter 11**
:
FAIRWAY GROUP CENTRAL SERVICES LLC, :
: **Case No. 20-[_____] ()**
Debtor. :
:
Fed. Tax Id. No. 20-5957843 :
-----X

In re : **Chapter 11**
:
FAIRWAY GROUP PLAINVIEW LLC, :
: **Case No. 20-[_____] ()**
Debtor. :
:
Fed. Tax Id. No. 20-5948643 :
-----X

In re : **Chapter 11**
:
FAIRWAY HUDSON YARDS LLC, :
: **Case No. 20-[_____] ()**
Debtor. :
:
Fed. Tax Id. No. 61-1719331 :
-----X

In re : **Chapter 11**
:
FAIRWAY KIPS BAY LLC, :
: **Case No. 20-[_____] ()**
Debtor. :
:
Fed. Tax Id. No. 32-0360791 :
-----X

-----X
In re : **Chapter 11**
:
FN STORE LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 80-0839240 :
-----X

In re : **Chapter 11**
:
FAIRWAY PARAMUS LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 26-2703338 :
-----X

In re : **Chapter 11**
:
FAIRWAY PELHAM LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 26-2173119 :
-----X

In re : **Chapter 11**
:
FAIRWAY PELHAM WINES & SPIRITS LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 27-2153141 :
-----X

In re : **Chapter 11**
:
FAIRWAY RED HOOK LLC, :
:
: **Case No. 20-[_____] ()**
Debtor. :
:
:
Fed. Tax Id. No. 20-5948813 :
-----X

-----X
In re : **Chapter 11**
:
FAIRWAY STAMFORD LLC, :
: **Case No. 20-[_____] ()**
Debtor. :
:
Fed. Tax Id. No. 80-0300738 :
:

-----X
In re : **Chapter 11**
:
FAIRWAY STAMFORD WINES & SPIRITS LLC, :
: **Case No. 20-[_____] ()**
Debtor. :
:
Fed. Tax Id. No. 27-2153021 :
:

-----X
In re : **Chapter 11**
:
FAIRWAY STATEN ISLAND LLC, :
: **Case No. 20-[_____] ()**
Debtor. :
:
Fed. Tax Id. No. 36-4801732 :
:

-----X
In re : **Chapter 11**
:
FAIRWAY UPTOWN LLC, :
: **Case No. 20-[_____] ()**
Debtor. :
:
Fed. Tax Id. No. 20-5948719 :
:

-----X
In re : **Chapter 11**
:
FAIRWAY WESTBURY LLC, :
: **Case No. 20-[_____] ()**
Debtor. :
:
Fed. Tax Id. No. 61-1676240 :
:

-----X

-----X	
In re	: Chapter 11
	:
FAIRWAY WOODLAND PARK LLC,	:
	: Case No. 20-[_____] (____)
Debtor.	:
	:
Fed. Tax Id. No. 35-2429544	:
-----X	

**ORDER DIRECTING JOINT
ADMINISTRATION OF RELATED CHAPTER 11 CASES**

Upon the motion (the “**Motion**”)¹ of Fairway Group Holdings Corp. and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), for entry of an order directing the joint administration of the Debtor’s related chapter 11 cases for procedural purposes only, all as more fully set forth in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided to the Notice Parties, and such notice having been adequate and appropriate under the circumstances, and it appearing that no other notice need be provided; and the Court having reviewed the Motion; and the Court having held a hearing to consider the relief requested in the Motion (the “**Hearing**”); and upon the First Day Declarations, filed contemporaneously with the Motion, and the record of the Hearing; and the Court having determined that the legal and factual

¹ Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in the Motion.

bases set forth in the Motion establish just cause for the relief granted herein; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, creditors, and all parties in interest; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT

1. The Motion is granted to the extent set forth herein.
2. The Debtors chapter 11 cases are hereby consolidated for procedural purposes only and shall be jointly administered by the Court.
3. Nothing contained in this Order shall be deemed or construed as directing or otherwise affecting the substantive consolidation of any of the Debtors' chapter 11 cases.
4. The caption of the jointly administered cases shall read as follows:

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	: Chapter 11
	:
FAIRWAY GROUP HOLDINGS CORP., et al.,	: Case No. 20-[_____] (____)
	:
Debtors.	: (Jointly Administered)
-----X	

5. A docket entry shall be made in the chapter 11 cases of each Fairway Group Holdings Corp. (2788); Fairway Group Acquisition Company (2860); Fairway Bakery LLC (4129); Fairway Broadway LLC (8591); Fairway Chelsea LLC (0288); Fairway Construction Group, LLC (2741); Fairway Douglaston LLC (2650); Fairway East 86th Street LLC (3822); Fairway eCommerce LLC (3081); Fairway Georgetowne LLC (9609); Fairway Greenwich Street LLC (6422); Fairway Group Central Services LLC (7843); Fairway Group Plainview LLC (8643); Fairway Hudson Yards LLC (9331); Fairway Kips Bay LLC (0791); FN Store LLC (9240);

Fairway Paramus LLC (3338); Fairway Pelham LLC (3119); Fairway Pelham Wines & Spirits LLC (3141); Fairway Red Hook LLC (8813); Fairway Stamford LLC (0738); Fairway Stamford Wines & Spirits LLC (3021); Fairway Staten Island LLC (1732); Fairway Uptown LLC (8719); Fairway Westbury LLC (6240); and Fairway Woodland Park LLC (9544) substantially as follows:

An Order has been entered in accordance with rule 1015(b) of the Bankruptcy Rules directing the procedural consolidation and joint administration of the chapter 11 cases of Fairway Group Holdings Corp. (2788); Fairway Group Acquisition Company (2860); Fairway Bakery LLC (4129); Fairway Broadway LLC (8591); Fairway Chelsea LLC (0288); Fairway Construction Group, LLC (2741); Fairway Douglaston LLC (2650); Fairway East 86th Street LLC (3822); Fairway eCommerce LLC (3081); Fairway Georgetowne LLC (9609); Fairway Greenwich Street LLC (6422); Fairway Group Central Services LLC (7843); Fairway Group Plainview LLC (8643); Fairway Hudson Yards LLC (9331); Fairway Kips Bay LLC (0791); FN Store LLC (9240); Fairway Paramus LLC (3338); Fairway Pelham LLC (3119); Fairway Pelham Wines & Spirits LLC (3141); Fairway Red Hook LLC (8813); Fairway Stamford LLC (0738); Fairway Stamford Wines & Spirits LLC (3021); Fairway Staten Island LLC (1732); Fairway Uptown LLC (8719); Fairway Westbury LLC (6240); and Fairway Woodland Park LLC (9544). The location of the Debtors' corporate headquarters is 2284 12th Avenue, New York, New York 10027. The docket in Case No. 20-[] () should be consulted for all matters affecting the case.

6. The Debtors may file their monthly operating reports required by the Operating Guidelines and Reporting Requirements for Debtors in Possession and Trustees, issued by the Executive Office of the U.S. Trustee (revised May 5, 2019), by consolidating the information required for each Debtor in one report that tracks and breaks out all of the specific information (*e.g.*, receipts, disbursements, etc.) on a debtor-by-debtor basis in each monthly operating report.

7. The Debtors are authorized to take all action necessary to effectuate the relief granted in this Order.

8. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

Dated: _____, 2020
New York, New York

UNITED STATES BANKRUPTCY JUDGE